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May 25, 2011

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: CC Docket No. 00-257: *In the Matter of 2000 Biennial Review - Review of Policies and Rules Concerning Unauthorized Changes of Consumers Long Distance Carriers.*
Notification of TelePacific Managed Services Pursuant to 47 C.F.R. § 64.1120(e)

Dear Ms. Dortch:

On behalf of TelePacific Managed Services ("TMS") and pursuant to Section 64.1120(e) of the Commission's Rules, 47 C.F.R. § 64.1120(e), this letter notifies the Commission of TMS's intent to acquire the customer base of IXC Holdings, Inc. ("IXCH" and together with TelePacific, the "Parties").

Names of the Parties to the Transaction: The parties to the transaction are: TelePacific Managed Services, assignee, and IXC Holdings, Inc., assignor.

Types of Telecommunications Services Provided to Affected Customers: The customers being transferred from IXCH to TMS are business customers. These customers receive various voice and data services including local exchange, access and interexchange telecommunications services, as well as Internet access services and private IP network and managed services. All affected customers are located in California and Nevada.

Date of the Transfer: The Parties anticipate that the affected IXCH customers will become customers of TMS on or about July 31, 2011, or as soon as possible thereafter following receipt of regulatory approvals.

Certification of Compliance: Attached hereto as **Attachment A** is a certification from TMS required under Section 64.1120(e)(1) of the Commission's rules.

Copy of Notice Sent to Affected Subscribers: Attached hereto as **Attachment B** is a copy of the customer notice that was mailed to affected customers on May 5, 2011.

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Marlene H. Dortch, Secretary
May 25, 2011
Page 2

Should there be any questions regarding this notification, please do not hesitate to contact the undersigned.

Very truly yours,

A handwritten signature in black ink that reads "Danielle Burt". The signature is written in a cursive, flowing style.

Jean L. Kiddoo
Danielle Burt

Counsel for TelePacific Managed Services

Attachments

ATTACHMENT A

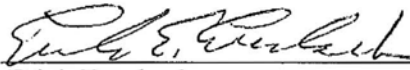
Certification of TMS

CERTIFICATION

On behalf of TelePacific Managed Services ("TMS"), and in accordance with Section 64.1120 of the Commission's rules, 47 C.F.R. § 64.1120, I hereby certify under penalty of perjury that I have read the foregoing notification and the statements contained therein are true, complete and correct to the best of my knowledge. I further certify that, with respect to the transfer of the customers of IXC Holdings, Inc. to TMS, TMS has complied with the Commission's requirements to provide advance customer notice in accordance with Section 64.1120(e)(3), with the obligations specified in that notice, and with other statutory and Commission requirements that apply to this streamlined process.

I certify under penalty of perjury that the foregoing is true and correct.

By:



Name: Erich Everbach

Title: Senior Vice President and General Counsel of
TelePacific Managed Services

Date: May 25, 2011

ATTACHMENT B

Sample Customer Notice



May 5, 2011

IMPORTANT MESSAGE REGARDING YOUR TELECOMMUNICATIONS SERVICES

Dear Valued Telekenex Customer:

On May 5, 2011, Telekenex announced a Definitive Agreement, subject to regulatory approval, to transfer the assets and customer contracts of Telekenex to TelePacific Managed Services, a subsidiary of U.S. TelePacific Corp. doing business as TelePacific Communications (TelePacific). Regulatory approval is expected to take two to three months. Once that happens, your service will be provided by TelePacific Managed Services but still under your contract with Telekenex.

Throughout this process, your continued satisfaction is our top priority. At this time, please continue to contact the same Telekenex representatives for customer support and billing inquiries.

Doing business since 1998, TelePacific is a facility-based carrier headquartered in Los Angeles and a leading competitive carrier in California and Nevada. TelePacific provides services through a combination of TelePacific-owned switches and owned and leased network infrastructure. Offering mobile, local and long distance voice, dedicated Internet access, private networking and data transport services as well as bundled voice and Internet solutions, TelePacific manages more than 38,000 customer accounts with more than 1.1 million access lines.

Telekenex and TelePacific share a common focus on customer satisfaction. With TelePacific's strong record of industry leading customer service, and its local presence, TelePacific looks forward to establishing best practices from the combined company resources to maintain or improve upon the service you have come to expect from Telekenex. This combination will enable TelePacific to serve you better by combining the skills and experience of our experienced employees to create the "best of both Worlds." You will enjoy the same service you have come to expect and benefit from the resources and technology offered by larger companies. With a company culture based on customer satisfaction, rest assured, TelePacific's first priority is customer service. For more information, please visit TelePacific's website at www.telepacific.com.

If you have any immediate questions, please contact Telekenex's Customer Support at 888.469.5100, Monday through Friday, 8:00am - 5:00pm.

We appreciate and value your business!

Please see the attached "Responses to your Frequently Asked Questions" for additional information regarding your opportunities and the transition process.

Sincerely,

A handwritten signature in black ink, appearing to read "Brandon Chaney".

Brandon Chaney
Chief Executive Officer
Telekenex

A handwritten signature in black ink, appearing to read "Dick Jalkut".

Dick Jalkut
President and CEO
TelePacific Communications



Responses to your Frequently Asked Questions

THE FOLLOWING INFORMATION IS GIVEN TO YOU PURSUANT TO FEDERAL COMMUNICATIONS COMMISSION RULES AND THE RULES AND REGULATIONS OF THE CALIFORNIA PUBLIC UTILITIES COMMISSION AND ADDRESS ANY ADDITIONAL QUESTIONS YOU MAY HAVE AT THE TIME OF THE ANNOUNCEMENT

On May 5, 2011 Telekenex and TelePacific Managed Services, a subsidiary of U.S. TelePacific Corp., which does business as TelePacific Communications (TelePacific), announced an agreement which will allow TelePacific Managed Services to acquire the assets and customer contracts of Telekenex.

TelePacific Managed Services will become responsible for operating the assets and delivering the service for the Telekenex customers following regulatory approval.

1. About TelePacific Communications

TelePacific Communications is a leading competitive telecommunications carrier that serves customers throughout California and Nevada. TelePacific is headquartered in Los Angeles and has customer care centers in Los Angeles and Stockton in California and Las Vegas in Nevada. In business since 1998, TelePacific provides services through a combination of TelePacific-owned switches and owned and leased network infrastructure, including its own and leased robust fiber-optic network assets. Offering local and long distance voice, dedicated Internet access, private networking and data transport services as well as enhanced business services. TelePacific currently manages more than 38,000 SMB customer accounts with approximately 1.1 million access line equivalents in service. To find out more about TelePacific, visit www.telepacific.com.

2. What are the benefits for Telekenex customers?

TelePacific has many enhanced business services to improve employee productivity from mobile connectivity, redundancy solutions for both voice and data and high bandwidth Ethernet access services to customer portals that allow you to pay your bill online, monitor your network, and submit and track trouble tickets, as examples. Upon regulatory approval and the transfer of your contract with Telekenex to TelePacific management, TelePacific and TelePacific Managed Services will look to extend those services to you so your business can benefit, too.

3. How will you communicate with me?

You will receive written notifications in the mail, as well as updates in your bill. Watch your mail and check your monthly statements for this information. Updates will also be posted on Telekenex website until approval and on TelePacific's website after regulatory approval.

4. Who do I call for billing questions, customer service or repair?

Both before and after this transfer of service to TelePacific management continue to contact the following:

- Customer Support: 888-469-5100;
- Billing Email: support@telekenex.com;
- Technical Support Email: support@telekenex.com;
- Website: www.telekenex.com; and/or
- Your Telekenex Account Manager

5. Can I make changes to my service?

Yes, continue to make your change requests as you have always done.

6. Who do I call for new service?

Either before and after this transfer of service to TelePacific Managed Services contact your existing Telekenex Account Manager.



7. Will this transaction impact service, response times or network quality?

No, you will experience at least the same level of quality, reliability, and response time you have come to expect from Telekenex.

8. Will my bill change?

Prior to transaction close, you will continue to be invoiced from Telekenex. After the transaction closes, you will begin receiving invoices for service under your Telekenex contract directly from TelePacific Managed Services.

9. Will I keep my same phone numbers?

Yes.

10. I just ordered new or additional services from Telekenex that have not been installed or are in the process of being installed. What will happen with my order?

Your services will still be installed by Telekenex. There will not be any delay in the installation process as a result of this announcement.

11. Can I choose to transfer to another provider?

Your service will be transferred to TelePacific Managed Services management unless you choose another service provider prior to the transfer. While you always have the right to select another carrier, please be aware that any applicable early termination fees will apply if you cancel service prior to the expiration of an existing term agreement.

12. Will there be any fees associated with the conversion to TelePacific management?

The transfer of your service to TelePacific Managed Services management should be seamless to you and TelePacific Managed Services will not charge you to transfer your service to TelePacific Managed Services management. Please note that if you decide to choose a provider other than TelePacific Managed Services, you may incur charges in connection with your change to that alternative provider in addition to any applicable early termination fees in accordance with your agreement with Telekenex.

13. Will my rates or services be changing?

The transfer will not affect the rates, terms and conditions for your service. Any future changes will be made only in accordance with applicable contract and regulatory requirements.

14. How will complaints be handled?

Until the transfer is approved, Telekenex will continue to manage the network and bill for services. Although TelePacific Managed Services and TelePacific cannot be responsible for complaints concerning matters that occur prior to the transfer of responsibility, TelePacific Managed Services will be responsible for handling all complaints concerning service, billings and related matters after that date. The actual transfer of responsibility is tentatively scheduled for some time in late second or early third quarter of 2011.